ORIGINAL

BEFORE THE ARIZONA CORPORATION CUMMISSION 1 RECEIVED 2 COMMISSIONERS GARY PIERCE, Chairman 3 2011 JAN 14 P 3:57 **BOB STUMP** SANDRA D. KENNEDY 4 AZ CORP COMMISSION PAUL NEWMAN SOCKET CONTROL 5 BRENDA BURNS 6 IN THE MATTER OF THE APPLICATION OF Docket No. SW-03575A-04-0767 7 PALO VERDE UTILITIES COMPANY FOR AN EXTENSION OF ITS EXISTING CERTIFICATE 8 OF CONVENIENCE AND NECESSITY. 9 Docket No. W-03576A-04-0767 IN THE MATTER OF THE APPLICATION OF 10 SANTA CRUZ WATER COMPANY FOR AN EXTENSION OF ITS EXISTING CERTIFICATE 11 OF CONVENIENCE AND NECESSITY. 12 13 NOTICE OF FILING IN COMPLIANCE WITH **DECISION NO. 67830** 14 (Acquisition Schedule) 15 Global Water - Palo Verde Utilities Company and Global Water - Santa Cruz Water 16 Company, in compliance with Decision No. 67830 in the above-captioned dockets submit the 17 attached Acquisition Schedule. 18 19 RESPECTFULLY submitted this 14<sup>th</sup> day of January, 2011. 20 ROSHKA DEWULF & PATTEN, PLC 21 22 23 Michael W. Patten Timothy J. Sabo 24

Arizona Corporation Commission

DOCKETED

One Arizona Center

Phoenix, Arizona 85004

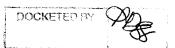
400 East Van Buren Street, Suite 800

JAN 1 4 2011

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## Attachment B

## Acquisition Schedule

This Acquisition Schedule shall be prepared pursuant to the Settlement Conditions contained in Arizona Corporation Commission Dockets No. SW-03575A-03-0568 and No. W-03576A-03-0568.

## PART 1

LLC during the six month period ending on the date this document is executed.	ii ues,
NONE	

## PART 2

As of 30 November 2010, the capital structures of Palo Verde Utilities Company (PVUC) and Santa Cruz Water Company (SCWC) and any other GWR acquired utility are as follows:

	PVUC		SCWC		
	Amount	%	Amount	%	
Long-Term Debt*	\$0	0%	\$0	0%	
Equity**	\$62,773,273	100%	\$46,485,210	100%	
	\$62,773,273	100%	\$46,485,210	100%	
		Francisco Grande		er Buckeye	
t me me tose	Amount	% 0%	6447.076	15%	
Long-Term Debt* Equity**	\$0		\$147,279	85%	
	\$134,003	100%	\$863,208		
	\$134,003	100%	\$1,010,487	100%	
	Valencia War Amount	ter Co %	Water Utility of Great	Water Utility of Greater Tonopah	
Long-Term Debt* Equity**	\$3,618,011	64%	\$467,151	-46%	
	\$2,079,497	36%	(\$1,482,427)	146%	
	\$5,697,508	100%	(\$1,015,276)	100%	
	<u> </u>	103/2			
	Willow Valley Water Co		Water Utility of North Scottsdale		
	Amount	%			
Long-Term Debt* Equity**	\$623,340	23%	\$0	0%	
	\$2,035,079	77%	(890,0812)	100%	
	\$2,658,419	100%	(\$180,098)	100%	
	Hassayampa Utility Co		CP Water Co.		
	Amount	%	Amount	%	
Long-Term Debt*	\$0	0%	\$0	0%	
Equity**	\$49,564	100%	\$1,828	100%	
	\$49,564	100%	<b>\$1,828</b>	100%	
	Picacho Cove Water		Picacho Cove Utilities		
	Amount	%	Amount	%	
Long-Term Debt* Equity**	\$0	0%	\$0	0%	
	\$118,376	100%	(\$56,221)	100%	
	\$118,376	100%	(\$56,221)	100%	
	Balterra Se				
	Amount	%			
Long-Term Debt* Equity**	\$0	0%			
	\$1,568,904	100%			
	\$1,568,904	100%			

<sup>\*</sup>Include current portion of Long-term Debt.

The undersigned also confirm that at no time during the last six months did the equity ratios (as calculated above) of PVUC and SCWC fall below 40%.

WE THE UNDERSIGNED TREVOR HILL AND LEO COMMANDEUR, DO SAY THAT THE ABOVE INFORMATION HAS BEEN PREPARED UNDER OUR DIRECTION AND WE HAVE CAREFULLY EXAMINED THE SAME, AND DECLARE THE SAME TO BE A COMPLETE AND CORRECT STATEMENT OF BUSINESS AND AFFAIRS OF SAID COMPANIES FOR THE PERIOD COVERED BY THIS REPORT IN RESPECT TO EACH & EVERY MATTER AND THING SET FORTH, TO THE BEST OF OUR KNOWLEDGE, INFORMATION AND BELIEF.

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Signature of owner or official/date

Date: 14 Jan 2011

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Signature of owner or official/date

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Date: 14 Jan 2011

<sup>\*\*</sup>Includes Common Stock, Paid In Capital and Retained Earnings (Deficit).